

UNITED STATES BANKRUPTCY COURT
EASTERN DISTRICT OF NEW YORK

----- X

In re:

Chapter 11

Motor Parkway Enterprises Inc.
Holbrook Development Corp.
Carman Development Corp.
Maple Avenue Hauppauge Dev. Corp.
Port Jefferson Development Corp.

Case No.: 14-75667 (AST)
Case No.: 14-75671 (AST)
Case No.: 14-75672 (AST)
Case No.: 14-75674 (AST)
Case No.: 14-75675 (AST)

Debtors.

(Jointly Administered)

----- X

**ORDER GRANTING IN PART THE AMENDED FIRST INTERIM APPLICATION
FOR COMPENSATION TO DEBTORS' COUNSEL AS TO THE NON-GULF DEBTORS**

Macco & Stern (the "Applicant"), the attorneys for Medford Development Corp. and its related entities (collectively, the "Debtors"), filed an amended first interim application for compensation and reimbursement of expenses under Bankruptcy Code § 331, seeking fees and expenses from the five (5) debtors not previously engaged in franchise agreements with Cumberland Farms, Inc., and/or Gulf Oil Limited Partners (the "Non-Gulf Debtors"),¹ as reflected on the spreadsheet annexed hereto as **Exhibit A** (the "Application"). [dkt item 275] Applicant also filed an affidavit of service of the Application. Applicant received a pre-petition retainer for each Non-Gulf Debtor in the amount of \$10,283 for fees and \$1,717 for expenses per Debtor, which amounts are held in Applicant's escrow account (the "Escrows").

The Office of the United States Trustee (the "UST") filed an Objection to the Application, dated June 26, 2015 (the "Objection"). [dkt item 304] The Court conducted an adjourned hearing on July 1, 2015 (the "Hearing"), and heard argument from both the Applicant

¹ The Non-Gulf Debtors are as follows: (1) Motor Parkway Enterprises Inc.; (2) Holbrook Development Corp.; (3) Carman Development Corp.; (4) Maple Avenue Hauppauge Dev. Corp. and (5) Port Jefferson Development Corp. Debtors Maple Avenue Hauppauge Dev. Corp. and Port Jefferson Development Corp. were converted to cases under chapter 7 of the Bankruptcy Code on June 4, 2015. [dkt items 288 & 289]

and the UST. Also, on July 1, 2015, the Court announced its intention to convert the Gulf Debtors² cases to cases under chapter 7 of the Bankruptcy Code, and therefore converted the Application to a final application for reimbursement of fees and expenses under Bankruptcy Code § 330.

For good and sufficient cause; it is hereby

ORDERED, that the Application is converted to a final fee application and is granted in part; and it is further

ORDERED, that, Applicant is authorized to draw down the full amounts of the fee and expense Escrows, with the exception of Debtor Motor Parkway Enterprises Inc. (“Motor Parkway”), as to which Applicant may draw the full amount of the fees requested; and it is further

ORDERED, that, as to the Applicant’s request for reimbursement of expenses from the Non-Gulf Debtors, Applicant is authorized reimburse any remaining requested expenses on **Exhibit A** from the proceeds of the respective Debtor’s asset sales held in trust by Applicant, but after first exhausting the fee retainer received for Motor Parkway for payment of expenses of Motor Parkway; and it is further

² The Gulf Debtors are as follows: (1) Medford Development Corp.; (2) Oceanside Development Corp.; (3) Islip Development Corp.; (4) Islandia Development Corp.; (5) Smithtown Development Corp; (6) Westbury Enterprises, Inc.; (7) Ronkonkoma Development Corp; (8) Brentwood Development Corp.; and (9) Airport Development Corp.; and (10) Wheeler Development LLC.

ORDERED, that the balance of the request contained in the Application shall be on submission with the Court.

Dated: July 17, 2015
Central Islip, New York





Alan S. Trust
United States Bankruptcy Judge

EXHIBIT A

Spreadsheet

<u>Debtor</u>	<u>Fee Retainer</u>	<u>Expense Retainer</u>	<u>Interim Fees Sought</u>	<u>Interim Expenses Sought</u>
Motor Parkway Enterprises Inc.	\$10,283.00	\$1,717.00	\$9,740.18	\$2,358.66
Holbrook Development Corp.	\$10,283.00	\$1,717.00	\$24,198.18	\$2,495.61
Carman Development Corp.	\$10,283.00	\$1,717.00	\$26,720.68	\$2,358.66
Maple Avenue Hauppauge Dev. Corp.	\$10,283.00	\$1,717.00	\$14,290.68	\$2,358.66
Port Jefferson Development Corp.	\$10,283.00	\$1,717.00	\$13,743.68	\$2,358.66
Ronkonkoma Development Corp.	\$10,283.00	\$1,717.00	\$23,765.43	\$2,439.99